

EXHIBIT 6

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,)
Plaintiff,)
v.) Case No.
BARRY C. HONIG, ROBERT LADD, ELLIOT) 18 Civ. 8175(ER)
MAZA, BRIAN KELLER, JOHN H. FORD,)
GRQ CONSULTANTS, INC., AND HS)
CONTRARIAN INVESTMENTS, LLC,)
Defendants.)
_____)

VOLUME 1
VIDEOTAPED DEPOSITION OF AVITAL PERLMAN
VIA VIDEOCONFERENCE
Wednesday, June 15, 2022

Diversified Reporting Services, Inc.
(202) 467-9200

1 Q And did you write opinion letters for those
2 entities or Mr. Stetson concerning the removal of
3 restricted legends on shares owned by Mr. Stetson or
4 these entities?

5 A I did.

6 Q And were you aware when you were writing
7 these opinions that Mr. Stetson or his entities were
8 co-investors with Mr. Honig in the entities you were
9 writing the opinions about?

10 A Yes. I don't remember which issuers they
11 were co-investing in, but yes.

12 Q Who is John O'Rourke?

13 A He's also another investor.

14 Q And did he have any relationship with Barry
15 Honig?

16 A My understanding is they invested in a few
17 of the same transactions --

18 Q And did you have an understanding of
19 whether he, too, worked out of the same offices as Barry
20 Honig?

21 A I believe he did.

22 Q Are you familiar with an entity called ATG
23 Capital?

24 A Yes.

25 Q And are you -- what connection, if any, did

1 **it have to Mr. O'Rourke?**

2 A To my recollection, he controlled that
3 entity.

4 Q And the same question I asked you with
5 respect to Mr. Stetson -- how did you become familiar
6 with Mr. O'Rourke or ATG?

7 A Harvey introduced us.

8 Q And when Mr. Kesner introduced you, this
9 was also during the period of your solo practitioner
10 role?

11 A That is my recollection.

12 Q I'm sorry.

13 A Yes.

14 Q I didn't hear you.

15 A Yes. Yes. I mean, that's my recollection.
16 Yes.

17 Q Thank you. And who is Mark Groussman?

18 A He is another investor.

19 Q And what's your understanding of his
20 relationship, if any, to Mr. Honig?

21 A I think they invested in the same issuers
22 from time to time.

23 Q Are you familiar with an entity called
24 Melechdavid, M-E-L-E-C-H-D-A-V-I-D?

25 A Yes.

1 **whether Mr. Stetson was involved with Oban?**

2 A Not to my recollection.

3 Q And did you discuss the -- you're familiar
4 with each of those four investors if, in fact, it's
5 Honig, Stetson, Brauser, and Groussman. Right?

6 A I have seen the names before. Yes.

7 Q In fact, you wrote opinions for each of
8 these people. Isn't that right?

9 A Right. Right. And I don't remember
10 writing an opinion for Oban, but --

11 Q Well, Mr. Stetson you wrote an opinion for.
12 Correct?

13 A Yeah.

14 Q And so, did you discuss familiarity with
15 any of these individuals with anyone at Sichenzia?

16 A Not to my recollection.

17 Q Did you discuss your familiarity with any
18 of these individuals with Mr. Ladd?

19 A Not to my recollection.

20 Q Why not?

21 A It never came up.

22 Q And you didn't think it was relevant?

23 A No.

24 Q There's a reference in Mr. Ladd's e-mail
25 to, they might all go in at 4.9 percent. Not sure. Do

1 **Q** Were you aware that after the piece was
2 disseminated and the stock price rose, that Honig,
3 Stetson, and O'Rourke sold stocks --

4 **A** I don't --

5 **Q** -- MGT?

6 **A** I don't recall that.

7 **Q** Is that information you would've wanted to
8 know?

9 **A** Not -- I mean, we -- not really. No. I
10 mean, I have lost of clients, and they're always buying
11 and selling stocks. Don't keep track of like their
12 buying and selling.

13 **Q** Is keeping track of investors' buying and
14 selling of stock important to a 13(d) analysis?

15 **A** If I'm asked to prepare 13D for the -- for
16 that investor, I would ask them, you know, when they
17 bought and sold certain shares. Sure.

18 **Q** So, would information concerning Honig,
19 Stetson, and O'Rourke's sales of stocks in MGT been
20 relevant to your assessing MGT's disclosure obligations
21 under Section 13(d)?

22 **A** Well, I don't think MGT has a disclosure
23 obligation under 13(d). It's my understanding the
24 investor has to file the 13D.

25 **Q** So, from your perspective, MGT has no

1 obligation under 13(d) to disclose whether its investors
2 may be acting as a group?

3 A I don't think MGT has to file the Form 13D
4 --

5 Q Oh, sure. But with respect to, for
6 example, the 5 percent beneficial owner chart that
7 appears in various filings that a company files, is a
8 13(d) analysis important to that disclosure?

9 A I hope so. I think we -- usually, we --
10 you know, we'd talk to investors about their ownership
11 in -- and I don't really do a 13(d) analysis. I mean,
12 it's really up to the investors to tell us how much they
13 own.

14 Q If you learn information about what a group
15 of investors is doing with respect to securities, what
16 controls? Your knowledge of what they're doing or what
17 the investors tell you?

18 A What controls? I don't think -- so, I'm
19 not sure I understand the question.

20 Q Well, if you know that a group of investors
21 with respect to a particular issuer has an agreement and
22 it's, in fact, buying and selling the securities of an
23 issuer you represent, does it matter what the investor
24 tells you they're doing?

25 A Well, it doesn't matter in terms of the

1 earlier was that you don't recall ever having to
2 consider 13D issues with respect to an issuer. Isn't
3 that what you testified to?

4 A Yeah. I was never asked to look into it.

5 Q And in connection with considerations of
6 13D obligations, is the history of investors as
7 co-investors relevant to that analysis of whether their
8 shares need to be aggregated?

9 MR. RASTOGI: So that question pertains to
10 now because she said she didn't recall at the time, in
11 the MGT time. I just want to get a time frame as to the
12 question.

13 Q So let's start with MGT. Did you understand
14 when you were working on MGT that 13D, a 13D analysis,
15 what would be relevant to it would be the history of the
16 investors you were considering a group and their
17 co-investments together?

18 A No.

19 Q Do you have that understanding now?

20 A I don't know. I mean, I think it's a
21 complicated issue. I don't know if it's because people
22 invested in the same company before means they're a
23 group. I don't know if I could say I have it.

24 Q Right. My question was, is it relevant to
25 the analysis, the fact that they had been co-investors

1 **in the past?**

2 A I mean, I think it can be one of many
3 factors. I don't think it's really that relevant. I
4 think that all -- investors invest in companies
5 together. I don't think that makes them a group.

6 Q **So, you said it's one of many factors and**
7 **also, it's not relevant. Is it one of many factors that**
8 **you consider or not?**

9 A I don't -- if they invested in other
10 companies, I don't -- is that relevant as to company A
11 if they invested in company B together? I don't think
12 so. My -- I don't know. I'm not an expert. I don't
13 know. If I was asked to actually research it, I would
14 research it and be able to give you my official thoughts
15 on it, but right now, I don't think it's --

16 Q **If you -- in connection -- I think you**
17 **testified before that you had assisted Mr. Honig in**
18 **preparing his original Schedule 13G regarding his MGT**
19 **investments. Correct?**

20 MR. RASTOGI: I don't recall that
21 testimony.

22 A I --

23 MR. RASTOGI: But Avital, the question's
24 pending to you.

25 A I don't remember.